## EXHIBIT L WAIVER OF RIGHT OF FIRST REFUSAL

RECORDING REQUESTED BY AND AFTER RECORDING RETURN TO:

BOEING REALTY CORPORATION	1
Douglas Park	
P.O. Box 93005	
Long Beach, California	
Attn:	

## WAIVER OF RIGHT OF FIRST REFUSAL

THIS WAIVER OF RIGHT OF FIRST REFUSAL dated as of \_\_\_\_\_\_\_, is executed by the City of Long Beach, a charter city and municipal corporation of the State of California ("the City") in favor of MCDONNELL DOUGLAS CORPORATION, a Maryland corporation ("Company"), and its successors and assigns with respect to that certain real property (the "Property") located in the City of Long Beach, County of Los Angeles, State of California, as more particularly described on Exhibit A attached hereto and incorporated herein by this reference.

Paragraph L in that certain Corporation Grant Deed executed by the City and recorded on December 24, 1981 as Instrument No. 81-1260432 in the Official Records of Los Angeles County, California and Paragraph L in the certain Corporation Grant Deed executed by the City and recorded on December 24, 1981 as Instrument No. 81-1260433 in the Official Records of Los Angeles County, California each contains a right of first refusal in favor of the City (collectively, the "First Rights") that apply to the Property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, the City does hereby fully and finally waive the First Rights to the extent that either or both of the First Rights now or hereafter apply to the Property. The foregoing agreement and waiver may be relied upon by Company, its successors and assigns and all past and future owners of the Property.

CITY OF LONG BEACH, a charter city and municipal corporation of the State of California

	By:
	Name:
	Title:
	Date:
APPROVED AS TO FORM:	
Date:	
ROBERT SHANNON, City Attorney	
D	

STATE OF C	CALIFORNIA	)
COUNTY OF	F LOS ANGELES	) ss )
instrument an capacities, an behalf of whi	nd acknowledged to ad that by their signa	, Notary Public, personally , personally known to me (or proved to me on the be the persons whose names are subscribed to the within me that they executed the same in their authorized tures on the instrument the persons, or the entity upon , executed the instrument.
SIGNATURE	E OF NOTARY PUI	 BLIC

STATE OF CALIFORN	IA	)
COUNTY OF LOS AND	GELES	) ss )
instrument and acknowle	, personal lence) to be the persons edged to me that they expeir signatures on the instance acted, executed the instance of th	, Notary Public, personally ally known to me (or proved to me on the s whose names are subscribed to the with executed the same in their authorized astrument the persons, or the entity upon e instrument.
SIGNATURE OF NOTA	ARY PUBLIC	